

Supplement to the Mortgage and to the Assignment of Leases

North American Car (Canada) Limited (the "Company") does hereby pledge, mortgage, and grant a security interest unto North American Car Corporation, a Delaware Corporation (the "Secured Party") in and to the railroad cars described in the Schedule attached hereto.

The Company hereby assigns to the Secured Party all its right, title, and interest in, to and under the following Leases, pursuant to and subject to the terms and conditions of the Assignment of Leases referred to above:

<u>Date of Lease</u>	<u>Lessee</u>	<u>Equipment Leased</u>	<u>Term of Lease</u>	<u>Monthly Rental</u>
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SEE ATTACHED LIST

7749-AA  
MAY 9 1976

The Company hereby certifies that it has complied with all the terms and conditions of said Assignment of Leases, and that all representations and warranties contained in said Assignment are true and correct as of the date hereof.

This Supplemental Mortgage and Assignment of Leases is issued pursuant to and is governed by the terms and provisions of that certain Equipment Mortgage and Assignment of Leases dated December 18, 1974 among the Company and the Secured Party and filed under §20(c) of the Interstate Commerce Act on December 24, 1974 at 12:05 pm as Document Number 7749.

[CORPORATE SEAL]

NORTH AMERICAN CAR (CANADA) LIMITED

ATTEST

Thor Schulze  
Assistant Secretary

By

W. J. Lynch  
Title Vice President

STATE OF ILL. }

COUNTY OF COOK }

ss.:

On this 18th day of May, 1976 before me personally appeared M. A. Lynch, to me personally known, who being by me duly sworn says that he is the Vice President of North American Car (Canada) Ltd., that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said Corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said Corporation.

Lenny Catalano  
Notary Public

[SEAL]

My commission expires 6/30/79

OWNED BY NORTH AMERICAN  
CAR CANADA, LTD.

<u>Date of Lease</u>	<u>Lessee</u>	<u>Serial Number</u>	<u>Terms</u>
CANADIAN GONDOLA CARS-			
2/75	Eurocan Pulp and Paper	650000-660079	10 yrs.
4/76	Canadian Celulose	660080-660099	10 yrs.